

Notice of Annual Meeting

Oneida County Local Development Corporation Annual Meeting of the Members

584 Phoenix Drive

Rome, NY 13441

Friday, December 8, 2023

8:30 AM

To: The Board Members of the Oneida County Local Development Corporation.

Members of the public may listen to the LDC meeting by calling +1-408-418-9388, Access Code: 2631 255 4227 or attend in person. The Minutes of the Agency meeting will be transcribed and posted on the OCLDC website.

The order of business at the Annual Meeting will be as follows:

1. Call Meeting to Order
2. Minutes from the 2022 Annual Meeting
3. Annual Report of the Corporation
4. Confirm and Nominate Officers for 2024
5. Ratify and Confirm Actions taken in 2023
6. Committee Reports
7. Old Business
8. New Business
9. Adjourn Meeting

Dated: November 28, 2023

Very truly yours,

Shawna Papale
Executive Director/Secretary

Agenda
Oneida County Local Development Corporation
Annual Meeting of the Members
584 Phoenix Drive
Rome, NY 13441
Friday, December 8, 2023
8:00 AM

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**ONEIDA COUNTY LOCAL DEVELOPMENT CORPORATION
ANNUAL HOUSEKEEPING RESOLUTION
2023**

The Annual Meeting of Oneida County Local Development Corporation (the “Corporation”) was convened in public session at the offices of the Corporation located at 584 Phoenix Drive, City of Rome, Oneida County, New York, on December 8, 2023 at approximately 9:00 o’clock a.m., local time.

The meeting was called to order by the Chairman and, upon roll being called, the following members of the Corporation were:

PRESENT:

David C. Grow, Esq., Chairman; Michael Fitzgerald, Vice-Chair; Mary Faith Messenger; Ferris Betrus, Jr.; Eugene F. Quadraro; Stephen R. Zogby; and Kirk Hinman

ABSENT: None

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Shawna Papale; Timothy Fitzgerald; Jacqueline M. Izzo, Mayor of Rome, NY; Mark D. Levitt, Esq.; Jenna Peppenelli, Esq.

Thereafter, a regular meeting of the Corporation was held and was convened in public session at the offices of the Corporation located at 584 Phoenix Drive, City of Rome, Oneida County, New York, on December 8, 2023 at approximately 9:25 o’clock a.m., local time.

PRESENT:

David C. Grow, Esq., Chairman; Michael Fitzgerald, Vice-Chair; Mary Faith Messenger; Mary Faith Messenger; Ferris Betrus, Jr.; Eugene F. Quadraro; Stephen R. Zogby; and Kirk Hinman

ABSENT: None

THE FOLLOWING PERSONS WERE ALSO PRESENT:

Shawna Papale; Timothy Fitzgerald; Jacqueline M. Izzo, Mayor of Rome, NY; Mark D. Levitt, Esq.; Jenna Peppenelli, Esq.

At said regular meeting convened on December 8, 2023, the following Resolution was offered by _____ and seconded by _____, memorializing certain annual appointment and administrative actions taken at the Annual Meeting and at the regular meeting of the Corporation dated December 8, 2023, to wit:

**RESOLUTION APPROVING CERTAIN APPOINTMENTS AND
ADMINISTRATIVE MATTERS OF THE CORPORATION.**

WHEREAS, the Oneida County Local Development Corporation (the “Corporation”) was formed pursuant to Sections 402 and 1411 of the Not For Profit Corporation Law of the State of New York; and

WHEREAS, pursuant the By-Laws of the Corporation, the Corporation has the power to make certain appointments and approve certain administrative matters; and

WHEREAS, pursuant the By-Laws of the Corporation, the members of the Corporation shall elect the officers of the Corporation; and

WHEREAS, the members of the Corporation desire to make certain appointments and approve certain administrative matters;

NOW, THEREFORE, BE IT RESOLVED BY THE MEMBERS OF THE ONEIDA COUNTY LOCAL DEVELOPMENT CORPORATION, AS FOLLOWS:

Section 1. The Corporation hereby takes the following actions:

(A) Approves the appointments and the administrative matters described in Schedule A attached hereto.

(B) Approves and confirms the policies described in Schedule A.

(C) Confirms that the meeting held on December 8, 2023 constituted the annual meeting of the Corporation as provided in the By-Laws of the Corporation.

(D) Ratifies and confirms all actions taken by the Corporation in 2023.

Section 2. The Corporation hereby authorizes the Chairman and the Executive Director to take all steps necessary to implement the matters described in Schedule A attached.

Section 3. This Resolution shall take effect immediately.

The question of the adoption of the foregoing resolution was duly put to vote by voice, which was unanimously accepted.

The resolution was thereupon declared duly adopted.

STATE OF NEW YORK)
) SS.:
COUNTY OF ONEIDA)

I, the undersigned Secretary of Oneida County Local Development Corporation (the “Corporation”), do hereby certify that I have compared the foregoing extract of the minutes of the meetings of the members of the Corporation held on December 8, 2023 with the originals thereof on file in my office, and that the same is a true and correct copy of said original and of the whole of said original so far as the same relates to the subject matters therein referred to.

I FURTHER CERTIFY that (A) all members of the Corporation had due notice of said meeting; (B) said meeting was in all respects duly held; (C) pursuant to Article 7 of the Public Officers Law (the “Open Meetings Law”), said meeting was open to the general public, and due notice of the time and place of said meeting was given in accordance with such Open Meetings Law; and (D) there was a quorum of the members of the Corporation present throughout said meeting.

I FURTHER CERTIFY that, as of the date hereof, the attached Resolution is in full force and effect and has not been amended, repealed or rescinded.

IN WITNESS WHEREOF, I have hereunto set my hand and affixed the seal of the Corporation this _____ day of _____, 20__.

Shawna Papale, Secretary

SCHEDULE A
- SEE ATTACHED -

A-1

Confirmation of Regular Corporation Meeting Schedule	2024 Meeting Calendar Attached as A-2
Officers of the Corporation	David A. Grow, Chairman Michael Fitzgerald, Vice Chair Mary Faith Messenger, Treasurer Shawna Papale, Secretary Timothy Fitzgerald, Assistant Secretary
Appointment of Executive Director	Shawna Papale
Staff of the Corporation	Mohawk Valley EDGE
Appointment of Corporation Counsel	Levitt & Gordon, Esqs.
Appointment of Bond Counsel to the Corporation	Bond, Schoeneck & King, PLLC
Approval and Confirmation of Corporation Policies	Mission Statement Compensation, Reimbursement and Attendance Policy Code of Ethics Whistleblower Policy Investment Policy Disposition of Property Guidelines, Procurement Policy Travel Policy Internal Control Policy Communications Policy Conflicts Policy Sexual Harassment Policy
Appointment of Contracting Officer	Shawna Papale, Executive Director
Appointment of Governance Committee Members	David C. Grow, Chairman Michael Fitzgerald, Vice Chair Ferris Betrus, Jr. Eugene F. Quadraro Mary Faith Messenger Stephen R. Zogby Kirk Hinman
Appointment of Audit Committee Members	Mary Faith Messenger Stephen R. Zogby Ferris Betrus, Jr.
Appointment of Finance Committee Members	Mary Faith Messenger Stephen R. Zogby Kirk Hinman

A-2 2024 Meeting Calendar



Oneida County Local Development Corporation

584 Phoenix Drive • Rome, New York 13441

315-338-0393 • Fax-315-338-5694

2024 Meeting Dates

January 19

February 9

March 26

April 26

May 17

June 21

July 19

August 23

September 20

October 18

November 15

December 13

Questions? Please contact info@mvedge.org